

SEC

19010529

OMB APPROV

OMB Number: **Expires:** August 31, 2020

Estimated average burden hours per response..... 12.00

> SEC FILE NUMBER 8-33262

MAY 3 0 2019 RECEIVED

Securities and Exchange Commission

Trading and Markets

ANNUAL AUDITED REPORT FORM X-17A-5 PART III

FACING PAGE Information Required of Brokers and Dealers Pursuant to Section 17 of the

Securities Exchange Act of 1934 and Rule 17a-5 Thereunder REPORT FOR THE PERIOD BEGINNING 04/01/2018 AND ENDING 03/31/2019 MM/DD/YY A. REGISTRANT IDENTIFICATION NAME OF BROKER-DEALER: Sauer, Dazey Investment Company OFFICIAL USE ONLY ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.) FIRM I.D. NO. 7800 Forsyth Blvd, Ste 820 (No. and Street) Mo 63105 (State) (Zip Code) NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT Fred Sauer (314) 725-3800 (Area Code - Telephone Number) B. ACCOUNTANT IDENTIFICATION INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report* Hauk Kruse & Associates, LLC (Name - if individual, state last, first, middle name) 600 Emerson Rd, Ste 124 St Louis MO 63141 (Address) (City) (State) (Zip Code) **CHECK ONE:** Certified Public Accountant Public Accountant Accountant not resident in United States or any of its possessions. FOR OFFICIAL USE ONLY

*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)

> Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1410 (11-05)



OATH OR AFFIRMATION

I, Fred G. Sauer	, swear (or affirm) that, to the best of	
my knowledge and belief the accompanying financial statem Sauer, Dazey Investment Company	nent and supporting schedules pertaining to the firm of	
of March 31 , 20 19 , are true and correct. I further swear (or affirm		
	officer or director has any proprietary interest in any account	
classified solely as that of a customer, except as follows:		
	•	
	Freeling Succe Signature PRESIDENT	
	Signature	
	PRESIDENT	
	Title	
Notary Public This report ** contains (check all applicable boxes):	LYNN M. CLINE Notary Public - Notary Seel STATE OF MISSOURI My Commission Expires: March 31, 2029 Commission # 12497925	
(a) Facing Page.		
 (b) Statement of Financial Condition. (c) Statement of Income (Loss) or, if there is other com 	prehensive income in the period(s) presented, a Statement	
of Comprehensive Income (as defined in §210.1-02		
(d) Statement of Changes in Financial Condition.	A C. L. D. contistency Contist	
(e) Statement of Changes in Stockholders' Equity or Pa (f) Statement of Changes in Liabilities Subordinated to		
(g) Computation of Net Capital.		
(h) Computation for Determination of Reserve Require		
(i) A Reconciliation including appropriate explanation	of the Computation of Net Capital Under Rule 15c3-1 and the	
Computation for Determination of the Reserve Requ		
frank : :	d Statements of Financial Condition with respect to methods of	
consolidation. (1) An Oath or Affirmation.		
(m) A copy of the SIPC Supplemental Report.		
	to exist or found to have existed since the date of the previous audit.	

^{**}For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).

Sauer, Dazey Investment Company

Financial Statements and Additional Information

For the Fiscal Year Ended March 31, 2019

and

Report of Independent Registered Public Accounting Firm

Table of Contents

	Page
Report of Independent Registered Public Accounting Firm	1 – 2
Financial Statements	
Statement of Financial Condition	3
Statement of Income	4
Statement of Changes in Stockholder's Equity	5
Statement of Cash Flows	6
Notes to Financial Statements	7 – 8
Additional Information Pursuant to SEC Rule 17a-5	
Schedule I: Independent Accountant Report on Entity's Exemption Report	9
Schedule II: Entity Exemption Report	10
Schedule III: Computation of Net Capital, Aggregate Indebtedness, and Basic Net Capital Requirement	11
Schedule IV: Independent Auditor's Report on Applying Agreed Upon Procedures Related to an Entity's SIPC Assessment Penancillation	12 – 13



Hauk Kruse & Associates LLC | Certified Public Accountants

600 Emerson Road, Suite 124 | St. Louis, MO 63141 | www.haukkruse.com p: 314.993.4285 | f: 314.993.4288

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and Shareholders of Sauer Dazey Investment Company

Opinion on the Financial Statements

We have audited the accompanying statement of financial condition of Sauer Dazey Investment Company (SDIC) as of March 31, 2019, the related statements of income, changes in shareholders' equity, and cash flows for the year then ended, and the related notes and schedules (collectively referred to as the "financial statements"). In our opinion, the financial statements present fairly, in all material respects, the financial position of Sauer Dazey Investment Company as of March 31, 2019, and the results of its operations and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Basis for Opinion

These financial statements are the responsibility of Sauer Dazey Investment Company's management. Our responsibility is to express an opinion on SDIC's financial statements based on our audit. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to Sauer Dazey Investment Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audit in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. Our audit included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audit also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audit provides a reasonable basis for our opinion.

Auditor's Report on Supplemental Information

The Computation of Net Capital under SEC Rule 15c3-1 and the *Entity Exemption Report* have been subjected to audit procedures performed in conjunction with the audit of SDIC's financial statements. The supplemental information is the responsibility of Sauer Dazey Investment Company's management. Our audit procedures included determining whether the supplemental information reconciles to the financial statements or the underlying accounting and other records, as applicable, and performing procedures to test the completeness and accuracy of the information presented in the supplemental

information. In forming our opinion on the supplemental information, we evaluated whether the supplemental information, including its form and content, is presented in conformity with 17 C.F.R. §240.17a-5. In our opinion, the Computation of Net Capital under SEC Rule 15c3-1 and the *Entity Exemption Report* are fairly stated, in all material respects, in relation to the financial statements as a whole.

Hauk Kruse & Associates, LLC Certified Public Accountants

Saint Louis, Missouri May 28, 2019

Sauer, Dazey Investment Company Statement of Financial Condition As of March 31, 2019

ASSETS

Current Assets Cash and Cash Equivalents Cash Deposit with Clearing Broker Commissions Receivable Prepaid expenses and other current assets Total Current Assets		198,365 27,769 8,890 518 235,542
Total Assets	\$	235,542
LIABILITIES AND STOCKHOLDER'S EQ	UIT	Y
Liabilities		
Accrued Professional Expense		8,000
Total Liabilities	\$	8,000
Stockholder's Equity Common Stock, par value \$10 per share; 3,000 shares authorized, 1,000 shares issued		
and outstanding		10,000
Additional Paid in Capital		19,410
Retained Earnings		110,817
Net Income		87,315
Total Stockholder's Equity		227,542
Total Liabilities and Stockholder's Equity	\$	235,542

See auditor's report and accompanying notes to the financial statements

Sauer, Dazey Investment Company Statement of Income For the Fiscal Year Ended March 31, 2019

Revenue	
Commissions	262,049
Interest and Dividends	48,144
Ordinary Gains/ Losses	1
Total Revenue	310,194
Expenses	
Operating Expenses	83,824
Other Operating Expenses	179
Brokers' Commissions and Clearing Fees	81,919
Regulatory Fees & Expenses	10,917
Professional Fees	13,185
Total Operating Expenses	190,024
Income Before Taxes	120,170
Income Tax Expense	32,856
Net Income	\$ 87,314

Sauer, Dazey Investment Company Statement of Changes in Stockholder's Equity For the Fiscal Year Ended March 31, 2019

	_ Mai	rch 31, 2018	Net Income	Dividends Paid to Parent Company	M	arch 31, 2019
Common Stock	\$	10,000				10,000
Additional Paid in Capital		19,410				19,410
Retained Earnings		198,974	87,314	88,156		198,132
Total	\$	228,384			\$	227,542

Sauer, Dazey Investment Company Statement of Cash Flows For the Fiscal Year Ended March 31, 2019

Cash Flows from Operating Activities

Net income	\$	87,314
Adjustments to reconcile net income to net cash		
provided by operating activities:		
(Increase) decrease in assets:		
Commission Receivable		919
Prepaid expenses and other current assets		(518)
Increase (decrease) in liabilities:		
Accrued Professional Fees		
Cash Provided by Operating Activities		87,715
Cash Flows from Financing Activities		
Dividend to Parent		(88,156)
Cash Used for Financing Activities		(88,156)
Net Decrease in Cash		(441)
Cash and Cash Equivalents, Beginning of Year	, ,	226,574
Cash and Cash Equivalents, End of Year	\$	226,133

Sauer, Dazey Investment Company Notes to the Financial Statements For the Fiscal Year Ended March 31, 2019

Summary of Significant Accounting Policies

<u>Basis of Presentation</u> – Sauer, Dazey Investment Company (the Company) is a wholly owned subsidiary of Orion Investment Company (Orion), which is a registered investment advisor. The Company is a registered securities broker/dealer and is a member of the Financial Industry Regulatory Authority. The Company clears all customer transactions through another broker/dealer on a fully disclosed basis. The Company does not hold funds or securities for, or owe money or securities to, customers and does not otherwise carry customer accounts. Accordingly, the Company is exempt from Securities and Exchange Commission Rule 15c3-3.

<u>Cash and Cash Equivalents</u> – The Company considers all short-term investments with an original maturity of three months or less to be cash equivalents.

<u>Revenue Recognition</u> – Commission revenues and expenses related to security transactions, which are cleared through another broker/dealer, are recorded on a settlement date basis. Reporting such transactions on a trade date basis would not result in any material differences to the financial statements.

<u>Income Taxes</u> – The Company and Orion Investment Company file consolidated federal and Missouri income tax returns. If the Company had filed its own separate income tax returns, the income tax liability would be approximately \$32,856.

<u>Use of Estimates</u> – The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

I. Concentration of Credit Risk

Sauer, Dazey Investment Company is located in Saint Louis, Missouri. Most of its clients are individuals who reside in the Saint Louis metropolitan area.

The Company maintains an account with Bank of America and two bank deposit program accounts with RBC Correspondent Services (RBC), a securities broker/dealer. Bank of America provides \$250,000 of deposit insurance through the Federal Deposit Insurance Corporation. The RBC Bank deposit program provides \$5,000,000 of coverage through Federal Deposit Insurance Corporation. RBC has also purchased additional coverage for the entire net asset value of each account. There were no amounts in excess of insured limits at either account on March 31, 2019.

Sauer, Dazey Investment Company Notes to the Financial Statements For the Fiscal Year Ended March 31, 2019

II. Net Capital Requirements

Sauer, Dazey Investment Company is subject to the Securities and Exchange Commission Uniform Net Capital Rule, which requires the maintenance of minimum net capital of \$50,000 and that the ratio of aggregate indebtedness to net capital, both as defined, not exceed 10 to 1. The rule also provides that equity capital may not be withdrawn, or cash dividends paid, if the Company's resulting net capital is less than \$50,000, or its ratio of aggregate indebtedness to net capital exceeds 10 to 1. The Company's net capital and the required minimum net capital were \$227,024 and \$50,000 respectively at March 31, 2019, resulting in net capital of \$177,024 in excess of the minimum requirement.

III. Related Party Transactions

The Company entered into an agreement regarding the allocation of operating expenses with Orion, whereby payments are made to Orion on a monthly basis to compensate for salaries of officers and employees, occupancy, and equipment expenses. Operating expenses were \$83,824 for the fiscal year ended March 31, 2019.

IV. Income Taxes

The Company files its federal tax return as a member of a consolidated group and records its share of the consolidated federal tax liability on a separate return basis. The Company's income tax expense for the year ended March 31, 2019, consists of the following:

Total Provision for Income Tax	\$32,856
Provision for State Income Tax	\$ 7,536
Provision for Federal Income Tax	\$25,320

The provision for federal and state income taxes was calculated using the statutory rates of 21% and 6.25%, respectively.

The Company remits amounts currently payable to its parent, Orion Investment Company, Inc. The accrued tax expense was remitted to Orion before year end so no balance remains on the balance sheet.

V. Disclosure of Subsequent Events

In accordance with ASC 855, the Company evaluated subsequent events through May 17, 2019, the date these financial statements were issued. There were no material subsequent events that required recognition or additional disclosure in these financial statement.

Additional Information Pursuant to

SEC Rule 17a-5



Hauk Kruse & Associates LLC | Certified Public Accountants

600 Emerson Road, Suite 124 | St. Louis, MO 63141 | www.haukkruse.com p: 314.993.4285 | f: 314.993.4288

Report of Independent Registered Public Accounting Firm

To the Board of Directors and Stockholders of Sauer, Dazey Investment Company

We have reviewed management's statements, included in the accompanying Sauer, Dazey Investment Company's Exemption Report, in which (1) Sauer, Dazey Investment Company identified the following provision of 17 C.F.R. §15c3-3(k) under which Sauer, Dazey Investment Company claimed an exemption from 17 C.F.R. §240.15c3-3: (2)(ii) (the "exemption provisions") and (2) Sauer, Dazey Investment Company stated that Sauer, Dazey Investment Company met the identified exemption provisions throughout the most recent fiscal year without exception. Sauer, Dazey Investment Company's management is responsible for compliance with the exemption provisions and its statements.

Our review was conducted in accordance with the standards of the Public Company Accounting Oversight Board (United States) and, accordingly, included inquiries and other required procedures to obtain evidence about Sauer, Dazey Investment Company's compliance with the exemption provisions. A review is substantially less in scope than an examination, the objective of which is the expression of an opinion on management's statements. Accordingly, we do not express such an opinion.

Based on our review, we are not aware of any material modifications that should be made to management's statements referred to above for them to be fairly stated, in all material respects, based on the provisions set forth in paragraph (k)(2)(ii) of Rule 15c3-3 under the Securities Exchange Act of 1934.

Hank Kruse & A sociata, CCC Certified Public Accountants

Saint Louis, Missouri

May 28, 2019

Sauer, Dazey Investment Company

Sauer, Dazey Investment Company's Exemption Report

Sauer, Dazey Investment Company (the "Company") is a registered broker-dealer subject to Rule 17a-5 promulgated by the Securities and Exchange Commission (17 C.F.R. §240.17a-5, "Reports to be made by certain brokers and dealers"). This Exemption Report was prepared as required by 17 C.F.R. § 240.17a-5(d)(1) and (4). To the best of its knowledge and belief, the Company states the following:

- (1) The Company claimed an exemption from 17 C.F.R. § 240.15c3-3 under the following provision of 17 C.F.R. § 240.15c3-3, (k):(2)(ii).
- (2) The Company met the identified exemption provisions in 17 C.F.R. § 240.15c3-3(k) throughout the most recent fiscal year without exception.

Sauer, Dazey Investment Company

I, TECDERAL G. SAUGR, swear (or affirm) that, to my best knowledge and belief, this Exemption Report is true and correct.

By: Filence G. Senec Title: PRESIDENT

May 8, 2019

7800 Forsyth Blvd., St. Louis, Missouri 63105 314-725-3800

Member, National Association of Securities Dealers, Inc.



Sauer, Dazey Investment Company Computation of Net Capital, Aggregate Indebtedness, and Ratio of Aggregate Indebtedness to Net Capital Under Rule 15c3-1 As of March 31, 2019

Stockholder's Equity

Capital Stock Additional Paid in Capital Retained Earnings	\$ 10,000 19,410 198,132
Total Capital	227,542
Less: Non-Allowable Assets	
Prepaid Expenses and Other Assets Total Nonallowable Assets	<u>518</u> 518
Net Capital	227,024
Less: Net Capital Requirement	50,000
Net Capital in Excess of Requirement	\$ 177,024
Net Capital in Excess of 120% of Requirement	167,024
Aggregate Indebtedness	
Accrued Professional Expenses	8,000.00
Total Aggregate Indebtedness	
Ratio of Aggregate Indebtedness to Net Capital	0.035 to 1

There were no material differences in the aggregate amount of individual amounts between the net capital and the aggregate debit items reported on this schedule and the net capital and aggregate debit items reported in Sauer, Dazey's March 31, 2019 unaudited from X-17A-5, Part II



Hauk Kruse & Associates LLC | Certified Public Accountants

600 Emerson Road, Suite 124 | St. Louis, MO 63141 | www.haukkruse.com p: 314.993.4285 | f: 314.993.4288

Independent Auditor's Report on Applying Agreed-Upon Procedures Related to an Entity's SIPC Assessment Reconciliation

Board of Directors Sauer, Dazey Investment Company Saint Louis, Missouri

In accordance with Rule 17a-5(e)(4) under the Securities Exchange Act of 1934, we have performed the procedures enumerated below with respect to the accompanying Schedule of Assessment and Payments to the Securities Investor Protection Corporation (SIPC) for the year ended March 31, 2019, which were agreed to by Sauer, Dazey Investment Company (the Company) and the Securities and Exchange Commission, Financial Industry Regulatory Authority, Inc., and SIPC solely to assist you and the other specified parties in evaluating Sauer, Dazey Investment Company's compliance with the applicable instructions of the General Assessment Reconciliation (Form SIPC-7). Sauer, Dazey Investment Company's management is responsible for the Company's compliance with those requirements. This agreed-upon procedures engagement was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. The sufficiency of these procedures is solely the responsibility of those parties specified in this report. Consequently, we make no representation regarding the sufficiency of the procedures described below either for the purpose for which this report has been requested or for any other purpose. The procedures we performed and our findings are as follows:

- 1. Compared the listed assessment payments in Form SIPC-7 with respective cash disbursement records entries noting no differences;
- 2. Compared the amounts reported on the audited Form X-17A-5 for the year ended March 31, 2019 as applicable, with the amounts reported in Form SIPC-7 for the year ended March 31, 2019, noting no differences;
- 3. Compared any adjustments reported in Form SIPC-7 with supporting schedules and working noting no differences;
- 4. Proved the arithmetical accuracy of the calculations reflected in Form SIPC-7 and in the related schedules and working papers supporting the adjustments noting no differences; and
- 5. Compared the amount of any overpayment applied to the current assessment with the Form SIPC-7 on which it was originally computed noting no differences.

We were not engaged to, and did not conduct an examination, the objective of which would be the expression of an opinion on compliance. Accordingly, we do not express such an opinion. Had we performed additional procedures, other matters might have come to our attention that would have been reported to you.

This report is intended solely for the information and use of the specified parties listed above and is not intended to be and should not be used by anyone other than these specified parties.

Hauk Kruse & Associates, LLC

Hank Kruse & Associates, CLC

Certified Public Accountants

Saint Louis, Missouri

May 28, 2019

(36-REV 12/18)

SECURITIES INVESTOR PROTECTION CORPORATION P.O. Box 92185 Washington, D.C. 20090-2185 202-371-8300

General Assessment Reconciliation

(36-REV 12/18)

For the fiscal year ended ______ (Read carefully the instructions in your Working Copy before completing this Form)

TO BE FILED BY ALL SIPC MEMBERS WITH FISCAL YEAR ENDINGS

1. Name of Member, address, Designated Examining Au purposes of the audit requirement of SEC Rule 17a-5:	thority, 1934 Act registration	o, and month in which fiscal y	ear ends for
33262 FINRA MAR SAUER DAZEY INVESTMENT COMPANY 7800 FORSYTH BLVD STE 820 SAINT LOUIS MO 63105-3349		Note: If any of the information a mailing label requires correction any corrections to form@sipc.o indicate on the form filed. Name and telephone number of contact respecting this form.	n, please e-mail rg and so
		Frederic G. Squer 314-	175 2000
L			
2. A. General Assessment (item 2e from page 2)		\$3	341.19
B. Less payment made with SIPC-6 filed (exclude into	erest)	(194.59
C. Less prior overpayment applied		(0.00
D. Assessment balance due or (overpayment)			146.60
E. Interest computed on late payment (see instructi	ion E) fordays at 20% p	er annum	0.00
F. Total assessment balance and interest due (or o	verpayment carried forward)	\$	46.60
G. PAYMENT: √ the box Check mailed to P.O. Box W Funds Wired U Total (must be same as F above)	ACH [] \$ \\(\(\frac{1}{4}\)(c)	. 60	
H. Overpayment carried forward	\$().OD)	
3. Subsidiaries (S) and predecessors (P) included in the The SIPC member submitting this form and the person by whom it is executed represent thereby that all information contained herein is true, correct and complete.	Saver Jazoy	Tuvestment Comani Corporation, Partnership or other organizatio	y
	X treder	(Authorized Signature)	
Dated the 24 day of April , 20 19.	<u>President</u>	(Title)	
This form and the assessment payment is due 60 da for a period of not less than 6 years, the latest 2 ye		year. Retain the Working Co	py of this form
Dates:			
Postmarked Received	Reviewed		
Dates: Postmarked Received Calculations Exceptions: Disposition of exceptions:	Documentation	Forward	Сору
Exceptions:			
Disposition of exceptions:	4		

DETERMINATION OF "SIPC NET OPERATING REVENUES" AND GENERAL ASSESSMENT

Amounts for the fiscal period beginning 4-1-18

	and ending <u>3-31-19</u>
Item No. 2a. Total revenue (FOCUS Line 12/Part IIA Line 9, Code 4030)	Eliminate cents \$ <u>3\0\\9\</u>
 2b. Additions: (1) Total revenues from the securities business of subsidiaries (except foreign subsidiaries) and predecessors not included above. 	0
(2) Net loss from principal transactions in securities in trading accounts.	0
(3) Net loss from principal transactions in commodities in trading accounts.	O
(4) Interest and dividend expense deducted in determining item 2a.	O
(5) Net loss from management of or participation in the underwriting or distribution of securities.	0
(6) Expenses other than advertising, printing, registration fees and legal fees deducted in determining net profit from management of or participation in underwriting or distribution of securities.	0
(7) Net loss from securities in investment accounts.	0
Total additions	310194
2c. Deductions: (1) Revenues from the distribution of shares of a registered open end investment company or unit investment trust, from the sale of variable annuities, from the business of insurance, from investment advisory services rendered to registered investment companies or insurance company separate accounts, and from transactions in security futures products.	0
(2) Revenues from commodity transactions.	0
(3) Commissions, floor brokerage and clearance paid to other SIPC members in connection with securities transactions.	81,919
(4) Reimbursements for postage in connection with proxy solicitation.	0
(5) Net gain from securities in investment accounts.	0
(6) 100% of commissions and markups earned from transactions in (i) certificates of deposit and (ii) Treasury bills, bankers acceptances or commercial paper that mature nine months or less from issuance date.	
(7) Direct expenses of printing advertising and legal fees incurred in connection with other revenue related to the securities business (revenue defined by Section 16(9)(L) of the Act).	0
(8) Other revenue not related either directly or indirectly to the securities business. (See Instruction C):	0.4
(Deductions in excess of \$100,000 require documentation)	8/0
(9) (i) Total interest and dividend expense (FOCUS Line 22/PART IIA Line 13, Code 4075 plus line 2b(4) above) but not in excess of total interest and dividend income.	
(ii) 40% of margin interest earned on customers securities accounts (40% of FOCUS line 5, Code 3960).	
Enter the greater of line (i) or (ii)	
Total deductions	82735
2d. SIPC Net Operating Revenues	1 227459
2e. General Assessment @ .0015	\$ 341.19
	(to page 1 line 2 A)